

State of Vermont

Buildings and General Services
Office of Purchasing & Contracting
10 Baldwin St
Montpelier VT 05633-7501
USA

CONTRACT



Vendor ID 0000014123
Dell Marketing LP
One Dell Way RR 8
Round Rock TX 78682
USA

| | | |
|---|---|------------------------------------|
| Contract ID 000000000000000000007494 | | Page 1 of 3 |
| Contract Dates 10/01/2004 to 08/31/2009 | Origin CPS | |
| Description: CPS - DELL COMPUTER PRODUCTS | Contract Maximum \$9,999,999,999,999.99 | |
| Buyer Name McIntyre, John | Buyer Phone | Contract Status Approved |

Phone #:

| Line # | Item ID | Item Desc | UOM | Unit Price | Max Qty | Max Amt |
|--------|---------|------------------------|-----|------------|---------|---------|
| 1 | 9202 | DELL COMPUTER PRODUCTS | | | 0.00 | 0.00 |

CONTRACT TERMS AND ADDITIONAL INFORMATION

SCOPE: TO PROVIDE DELL COMPUTER PRODUCTS TO ALL STATE AGENCIES AND POLITICAL SUBDIVISIONS

THE CONTRACT IS WRITTEN BASED ON THE REQUEST FOR PROPOSAL ISSUED BY THE STATE OF MINNESOTA ON BEHALF OF THE WSCA AND NATIONAL ASSOCIATION OF STATE PROCUREMENT OFFICIALS ENTITLED "MANUFACTURERS OF PERSONAL COMPUTER EQUIPMENT AND RELATED DEVICES" DATED 02/09/2004 AND CONTRACTOR'S RESPONSE.

THIS CONTRACT IS WRITTEN FOR A PERIOD OF THREE YEARS WITH AN OPTION TO RENEW.

WSCA HAS AMENDED AGREEMENT A63307 TO EXTEND UNTIL 08/31/09 AND THIS CONTRACT WILL BE AMENDED TO ALIGN WITH THE WSCA AGREEMENT.

A LINK TO THE DELL/STATE OF VERMONT WEB SITE CAN BE FOUND AT WWW.BGS.STATE.VT.US/PCA

ATTACHMENT: PURCHASING AND CONTRACT ADMINISTRATION TERMS AND CONDITIONS DATED 01/01/07 AS AMENDED FOR THIS CONTRACT ARE ATTACHED AND INCORPORATED AS PART OF THIS CONTRACT. IN ADDITION THE WESTERN STATES CONTRACTING ALLIANCE/DELL MARKETING L.P. MASTER PRICE AGREEMENT #A63307 AND THE STATE OF VERMONT/DELL MARKETING L.P. PARTICIPATING ADDENDUM ARE ALSO INCORPORATED.

PURCHASING AND CONTRACT ADMINISTRATION TERMS AND CONDITIONS PARAGRAPH 23 "RECORDS AVAILABLE FOR AUDIT" IS AMENDED BY ADDING THE WORDS "BY THE STATE OF VERMONT" AFTER THE WORD INCURRED IN THE FIRST SENTENCE.

PURCHASING AND CONTRACT ADMINISTRATION TERMS AND CONDITIONS PARAGRAPH ENTITLED "PRICES" IS AMENDED BY ADDING THE WORDS "STANDARD 3-5 DAY GROUND" BEFORE THE WORD SHIPPING IN THE FIRST SENTENCE. THE PARAGRAPH ENTITLED "ORDER OF PRECEDENCE IS STRICKEN AND REPLACED WITH: " IN ADDITION TO THE BODY OF THE CONTRACT THE FOLLOWING ATTACHMENTS APPLY: PURCHASING AND CONTRACT ADMINISTRATION TERMS AND CONDITIONS REVISED 01/01/07, THIS PARTICIPATING ADDENDUM AND MASTER PRICE AGREEMENT # A63307. THIS WILL BE THE ORDER OF PRECEDENCE IN THE EVENT OF ANY CONFLICT AMONG THESE DOCUMENTS."

PRICE: PRICING SHALL BE IN ACCORDANCE WITH THE WSCA MASTER PRICE AGREEMENT A63307 AS MAINTAINED ON THE DELL/VERMONT WEB SITE. COST OF SHIPPING 3-5 DAY GROUND IS INCLUDED IN THE PRICE OF THE PRODUCTS AND SERVICES. COST OF EXPEDITED SHIPPING WILL BE CHARGED TO THE ORDERING ENTITY. IF A QUANTITY OF PRODUCTS AND SERVICES ARE BEING PURCHASED, CHECK WITH THE CONTRACTOR FOR POSSIBLE EXTRA PRICE BREAKS.

THIS CONTRACT IS ALSO ISSUED ON BEHALF OF THE VERMONT STATE COLLEGES INC., A SEPARATE CORPORATION, HAVING UNDER ITS JURISDICTION CASTLETON STATE COLLEGE, JOHNSON STATE COLLEGE, LYNDON STATE COLLEGE, COMMUNITY COLLEGE OF VT AND THE VERMONT TECHNICAL COLLEGE. THIS ALSO APPLIES TO THE UNIVERSITY OF VERMONT.

POLITICAL SUBDIVISIONS AND INDEPENDENT COLLEGES OF THE STATE MAY PARTICIPATE IN THIS CONTRACT AT THE SAME PRICES, TERMS AND CONDITIONS. ITEMS FURNISHED TO POLITICAL SUBDIVISIONS AND INDEPENDENT COLLEGES WILL BE BILLED DIRECTLY TO AND PAID FOR BY THE POLITICAL SUBDIVISIONS OR INDEPENDENT COLLEGES AND NEITHER THE STATE NOR ITS COMMISSIONER OF BUILDINGS & GENERAL SERVICES PERSONALLY OR OFFICIALLY ASSUMES ANY RESPONSIBILITY.

AGENCIES & DEPARTMENTS ARE REQUESTED TO ADVISE THE PURCHASING AGENT AT ONCE OF THE FAILURE ON THE PART OF THE CONTRACTOR TO FULFILL ANY OF THE TERMS OR CONDITIONS OF THIS CONTRACT.

PLEASE REFER TO THE ASSIGNED CONTRACT NUMBER/PURCHASE ORDER # ON ALL CORRESPONDENCE, DELIVERY DOCUMENTS AND INVOICES.

Customer Satisfaction Survey: To help us understand how we can better serve you, we are interested in receiving your comments regarding the quality of service you received in you most recent interaction with the Department of Buildings & General Services (BGS). Please complete the on-line Customer Comment Form at http://www.bgs.state.vt.us/forms/bgs_surveys/index.php?type=customer&action=customer

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TAKEBACK: ARRANGEMENTS CAN BE MADE TO HAVE OLD CPUs AND MONITORS TAKEN BACK FOR A FEE. SEE VENDOR'S WEB SITE OR CONTACT THE ACCOUNT REPRESENTATIVE FOR DETAILS.

QUANTITY: QUANTITIES ARE ESTIMATED ONLY BASED ON PRIOR USAGE AND MAY BE INCREASED OR DECREASED TO MEET ACTUAL REQUIREMENTS.

METHOD OF ORDERING: EITHER PURCHASE ORDERS OR ON LINE ORDERING MAY BE USED. THE STATE'S VISA PURCHASING CARD MAY BE USED AS A FORM OF PAYMENT.

CANCELLATION: THE STATE SPECIFICALLY RESERVES THE RIGHT TO CANCEL THE CONTRACT OR ANY PORTION THEREOF PROVIDING, IN THE OPINION OF ITS COMMISSIONER OF BUILDINGS AND GENERAL SERVICES, THE SERVICES OR MATERIALS SUPPLIED BY THE CONTRACTOR ARE NOT SATISFACTORY OR CONSISTENT WITH THE TERMS OF THE CONTRACT.

DELIVERY: SHIPMENTS SHALL BE SECURELY AND PROPERLY PACKED, ACCORDING TO ACCEPTED COMMERCIAL PRACTICE. DELIVERIES, WHICH DO NOT CONFORM TO THE SPECIFICATIONS OR ARE NOT IN GOOD CONDITION UPON RECEIPT, SHALL BE REPLACED PROMPTLY BY THE CONTRACTOR.

INVOICING: ALL INVOICES ARE TO BE RENDERED BY THE CONTRACTOR IN DUPLICATE ON THE VENDOR'S STANDARD BILLHEAD AND FORWARDED DIRECTLY TO THE INSTITUTION OR AGENCY ORDERING MATERIALS OR SERVICES.

DEFAULT: IN CASE OF DEFAULT OF THE CONTRACTOR, THE STATE MAY PROCURE THE MATERIALS OR SUPPLIES FROM OTHER SOURCES AND HOLD THE CONTRACTOR RESPONSIBLE FOR ANY EXCESS COST OCCASIONED THEREBY, PROVIDED, THAT IF PUBLIC NECESSITY REQUIRES THE USE OF MATERIALS OR SUPPLIES NOT CONFORMING TO THE SPECIFICATIONS THEY MAY BE ACCEPTED AND PAYMENT THEREFORE SHALL BE MADE AT A PROPER REDUCTION IN PRICE.

LEASING: CONTRACT ALSO ALLOWS FOR LEASING OF COMPUTERS. CONFIGURE YOUR MACHINE(S) AND THEN CONTACT MS. LYNN MADARAS, SALES REPRESENTATIVE, DELL GOVERNMENT LEASING & FINANCE. TELEPHONE: 866-363-3355 EXTENSION 69108 TELEFAX: 800-391-3355 E-MAIL: LYNN_MADARAS@DELL.COM. LYNN WILL TAKE CARE OF GETTING THE PROPER FORMS TO YOU. THESE DOCUMENTS MUST BE THE ONES AGREED TO BY DELL LEASING AND STATE OF VERMONT. ONCE THE FORMS ARE EXECUTED, THE ORDER WILL BE PLACED.

AMENDMENT #01 - 8/30/2006 - CONTRACT RENEWED FOR AN ADDITIONAL 1-YEAR PERIOD WITH SAME PRICES, TERMS, AND CONDITIONS. NEW EXPIRATION DATE IS 09/30/2007.

AMENDMENT #02 - 10/05/2007 - CONTRACT RENEWED FOR AN ADDITIONAL 2-YEAR PERIOD WITH THE SAME PRICES, TERMS AND CONDITIONS. NEW EXPIRATION DATE IS 08/31/2009 TO ALIGN WITH WSCA AGREEMENT #A63307.

CHANGE ORDER #3 - 02/27/2009 - CHANGE ORDER #3 IS ADDED TO THIS CONTRACT TO INCLUDE PARTICIPATING ADDENDUM #A63307 OF THE WSCA/NASPO PC CONTRACT. THE PARTICIPATING ADDENDUM WILL ALLOW DELL TO UTILIZE SUBCONTRACTOR AGENTS TO SELL DELL PRODUCT UNDER THIS AGREEMENT AS PROVIDED FOR IN THE MASTER PURCHASE AGREEMENT BETWEEN WSCA AND DELL. DEPARTMENTS, AGENCIES, AND ENTITIES WHO CHOOSE TO USE THE SERVICES OF A DELL AGENT SHOULD STILL PLACE THEIR PURCHASE ORDERS TO DELL, AND REFERENCE IN THE TEXT OF THE PURCHASE ORDER THE NAME OF THE SUBCONTRACT AGENT WHO ASSISTED THEM IN THE PLACEMENT OF THE PO.

IF YOU HAVE ANY QUESTIONS REGARDING THIS DOCUMENT PLEASE CONTACT:

JOHN MCINTYRE
PURCHASING AGENT
802-828-2210
FAX 802-828-2222
john.mcintyre@state.vt.us

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WE THE UNDERSIGNED PARTIES AGREE TO BE BOUND BY THIS CONTRACT

By the STATE of VERMONT

By the CONTRACTOR

Date: _____

Date: _____

Signature: _____

Signature: _____

Name: _____

Name: _____

Title: _____

Title: _____

Email: _____

Email: _____